Exhibit B

Blackline Order

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
	:	
Laboratory Partners, Inc., *et al.*,[1]	:	Case No. 13-12769 (PJW)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	**Re: D.I. 115 and _____**

ORDER PURSUANT TO BANKRUPTCY RULES 2002 AND 3003(c)(3), AND LOCAL RULE 2002-1(e), (I) ESTABLISHING BAR DATES FOR FILING PROOFS OF CLAIM AND ADMINISTRATIVE EXPENSE REQUESTS, AND (II) APPROVING FORM AND MANNER OF NOTICE THEREOF

Upon the motion (the "Motion")[2] of the above-captioned debtors and debtors in possession (the "Debtors") for entry of an order, pursuant to section 105 the Bankruptcy Code, Bankruptcy Rules 2002 and 3003(c)(3), and Local Rule 2002-1(e), establishing bar dates for filing proofs of claim and administrative expense requests, and approving the form and manner of notice thereof; and this Court having reviewed the Motion and the pleadings related thereto; and this Court finding that: (i) this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and (iii) notice of the Motion was sufficient under the circumstances; and after due deliberation and sufficient cause appearing therefor,

---

[1] The Debtors and the last four digits of their taxpayer identification numbers are as follows: Laboratory Partners, Inc. (3376), Kilbourne Medical Laboratories, Inc. (9849), MedLab Ohio, Inc. (9072), Suburban Medical Laboratory, Inc. (0859), Biological Technology Laboratory, Inc. (4370), Terre Haute Medical Laboratory, Inc. (1809), and Pathology Associates of Terre Haute, Inc. (6485). Certain of the Debtors do business as MEDLAB. The Debtors' mailing address for notice in these cases is: 671 Ohio Pike, Suite K, Cincinnati, OH 45245.

[2] Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**.

2. Except as otherwise provided herein, all persons and entities (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, and trusts) that assert a Prepetition Claim, including claims arising from the rejection of any of the Debtors' remaining executory contracts and unexpired leases, against any of the Debtors shall file a proof of such claim in writing so that it is received on or before 4:00 p.m. (CT) on the date that is thirty (30) days after the Service Date (the "General Bar Date"). Such parties may utilize the proof of claim form attached hereto as **Exhibit A**.

3. Any person or entity that asserts a Rejection Damages Claim must file a proof of claim on or before the later of: (a) the General Bar Date, or (b) the date that is thirty (30) days after the date of service of the rejection notice.

4. Notwithstanding any other provision hereof, governmental units (as defined in section 101(27) of the Bankruptcy Code) that assert a Prepetition Claim against any of the Debtors must file a proof of claim with respect to such Prepetition Claim on or before 4:00 p.m. (CT) on April 23, 2014 (the "Governmental Unit Bar Date").

5. All persons and entities (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts) that assert an Administrative Expense Claim that arose prior to or on the date of entry of this Order, or that assert a 503(b)(9) Claim, shall file an administrative expense request in writing so that it is received on or before 4:00 p.m. (CT) on the date that is thirty (30) days after the Service Date (the "Administrative Claim Bar Date"). For the avoidance of doubt, all persons' and entities' (including, without limitation, individuals, partnerships, corporations, joint ventures, and trusts) rights with respect to potential

Administrative Expense Claims that arise after the Postpetition Period are reserved and are not subject to the Administrative Claim Bar Date.

6. Notwithstanding anything to the contrary herein, the Prepetition Agent is authorized, but not required, to file, in accordance with the Order authorizing the Debtors to enter into a postpetition financing agreement, one master proof of claim on behalf of itself and the other lenders under the Prepetition Credit Agreement for claims arising under the Prepetition Credit Agreement.

7. Except as set forth in paragraph 10 below, all persons and entities holding Prepetition Claims or Administrative Expense Claims, including, without limitation, the following entities, must file proofs of claim or administrative expense requests, as applicable, on or before the applicable Bar Date:

(a) any entity whose Prepetition Claim against the Debtors is not listed in the Debtors' Schedules, or whose Prepetition Claim is listed in the Schedules but is listed as disputed, contingent, or unliquidated and that desires to participate in these chapter 11 cases or share in any distribution in these chapter 11 cases;

(b) any entity that believes that its Prepetition Claim is improperly classified in the Schedules or is listed in an incorrect amount and desires to have its claim allowed in a classification or amount other than that identified in the Schedules;

(c) any entity that asserts a claim under those certain Prepetition Subordinated Unsecured Notes, including, but not limited to, the Seller Notes and the Investor Notes (as defined in the Motion);

(d) any entity that asserts a claim under the Capital Leases (as defined in the Motion);

(e) any entity that asserts an Administrative Expense Claim against the Debtors pursuant to section 503(b) of the Bankruptcy Code that arose during the Postpetition Period; ~~and~~

(f) any entity that asserts a 503(b)(9) Claim against the Debtors~~.~~; and

(g) any entity that asserts a right of setoff against the Debtors.

8. The following procedures for the filing of proofs of claim and administrative expense requests shall apply:

(a) be written in the English language;

(b) be denominated in lawful currency of the United States as of the Petition Date;

(c) if in respect of (i) a claim that arose during the Postpetition Period, including an Administrative Expense Claim, or (ii) a 503(b)(9) Claim, conform substantially to the Administrative Expense Request Form;

(d) be in respect of a single Debtor (claims against multiple Debtors must be filed on separate proofs of claim or administrative expense requests);

(e) indicate the Debtor against which the creditor is asserting a claim;

(f) if any portion of the proof of claim or administrative expense request asserts a contingent and/or unliquidated claim, the claimant shall identify in the proof of claim or administrative expense request a good faith estimate of the maximum amount of such contingent and/or unliquidated claim which shall serve as a cap on the amount of such claim to the extent allowed;

(g) include documentation as required by the Proof of Claim Form;

(h) be signed by the claimant or by an authorized agent of the claimant~~.~~;

(i) proofs of claim or administrative expense requests shall be sent to the following address (the "Claims Processing Center"):

If by regular mail:

BMC Group, Inc.
P.O. Box 3020
Chanhassen, MN 55317-3020
(Attn: Laboratory Partners Claims Processing)

If by messenger or overnight delivery:

BMC Group, Inc.
18675 Lake Drive East
Chanhassen, MN 55317
(Attn: Laboratory Partners Claims Processing)

(j) the Claims Processing Center will not accept proofs of claim or administrative expense requests sent by facsimile, telecopy, or electronic mail transmission.

9. The following procedures for the filing of 503(b)(9) Claims shall apply:

(a) 503(b)(9) claimants may use the administrative expense request form tailored to these cases, attached ~~to the Motion~~ hereto as **Exhibit ~~C~~B**, to indicate that a 503(b)(9) Claim is being asserted. As set forth in such form, each 503(b)(9) Claim against the Debtors must include, with specificity: (i) the amount of the 503(b)(9) Claim; (ii) the particular Debtor against which the 503(b)(9) Claim is asserted; (iii) the date of delivery of the goods the 503(b)(9) claimant contends the Debtor received within 20 days before the applicable Petition Date; (iv) documentation, including invoices, receipts, bills of lading and the like, identifying the particular goods for which the claim is being asserted; (v) an identification of which goods (if any) were subject to a demand for reclamation asserted under section 546 of the Bankruptcy Code; and (vi) a certification that the goods with respect to which the 503(b)(9) Claim is being filed were sold in the ordinary course of the Debtors' business;

(b) All of the required information set forth in subparagraph (a) above should be sent to BMC, substantially in the form of the administrative expense request form so as to be received on or before the Administrative Claim Bar Date by either mail or delivery by hand, courier, or overnight service at the appropriate address identified above for BMC;

(c) 503(b)(9) claimants shall not file a motion to compel ~~allowance or~~ payment of administrative expenses for their 503(b)(9) Claims. To the extent any 503(b)(9) Claims are allowed and are entitled to administrative priority pursuant to the Bankruptcy Code, the claim shall be paid ~~pursuant to and~~ (i) as set forth in ~~such~~ a plan of reorganization or liquidation as shall be confirmed by the Court, (ii) as otherwise agreed to by the Debtors and the 503b9 Claimant(s) or pursuant to an order of the Court;

(d) Nothing in these 503(b)(9) Claims Procedures shall preclude any 503(b)(9) claimant from filing a motion seeking, after notice and a hearing, payment of 503(b)(9) Claims earlier than provided for herein so long as such motion is predicated on events that have taken place in these cases subsequent to the entry of this Order, and the movant asserts that in light of such subsequent events the earlier payment of the movant's 503(b)(9) Claims is necessary to ensure fair and equitable treatment of such 503(b)(9) claimants or is otherwise appropriate under the circumstances; and

(e) Nothing in these 503(b)(9) Claims Procedures shall affect the rights and remedies and/or defenses of the Debtors, claimants or any other party-in-interest with regard to avoidance of any claim or obligation.

10. The following Prepetition Claims, 503(b)(9) Claims and Administrative Expense Claims are exempted from their applicable Bar Dates, as applicable:

(a) any claim with respect to which an entity has already properly filed a proof of claim or an administrative expense request, as applicable, against one or more of the Debtors with either BMC or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;

(b) any claim with respect to which an entity has already properly filed a motion requesting allowance of an Administrative Expense Claim pursuant to section 503(b);

(c) any claim held by an entity that is: (i) listed in the Schedules or any amendments thereto; and (ii) not described therein as "disputed," "contingent," or "unliquidated"; and (iii) with respect to which such entity does not dispute the amount or classification of its claim as set forth in the Schedules;

(d) any claim or administrative expense request, as applicable, asserted by a Debtor against another Debtor;

(e) any claim or administrative expense request, as applicable, asserted against the Debtors, that has been allowed by an order of the Court entered on or before the applicable Bar Date;

(f) any claim or administrative expense, as applicable, that has been paid;

(g) any administrative expense request held by professionals retained by the Debtors or the Committee pursuant to orders of this Court, including BMC, that assert Administrative Expense Claims for payment of fees and expenses subject to the Court's approval pursuant to sections 330, 331(a), and 503(b) of the Bankruptcy Code;

(h) any claim or administrative expense of the DIP Agent, the DIP Lender, Prepetition Agent or the Prepetition Lenders on account of the DIP Claims or the Prepetition Obligations;[3]

[3] Capitalized terms used in this subparagraph (h) shall have the meanings given to them in the *Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (1) Approving Postpetition Financing, (2) Authorizing Use of Cash Collateral, (3) Granting Liens and Providing Superpriority Administrative Expense Status, (4) Granting Adequate Protection, (5) Modifying Automatic Stay; and (6) Scheduling a Final Hearing.*

(i) any Administrative Expense Claim arising, in the ordinary course of business, out of the employment by one or more Debtors of an individual from and after the Petition Date, but only to the extent that such Administrative Expense Claim is for outstanding wages, accrued benefits, or reimbursement of business expenses; and/or

(j) any current or former equity security holder that seeks to assert only stock ownership interests also need not file a Prepetition Claim, 503(b)(9) Claim and Administrative Expense Claim.[4]

11. The Debtors shall retain the right to: (i) dispute, or assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, classification, or otherwise; and (ii) subsequently designate any claim reflected in the Schedules as disputed, contingent, or unliquidated.

12. Pursuant to Bankruptcy Rule 3003(c)(2), all holders of claims that fail to comply strictly with this Order by timely filing a proof of claim or administrative expense request, as applicable, in appropriate form, unless explicitly excepted from filing such claim herein or by any other order of this Court, shall not be treated as a creditor with respect to such claim for the purpose of making distributions or for any other purpose in these cases (including, without limitation, voting on any chapter 11 plan proposed in these cases).

13. The notice of the Bar Date (the "Bar Date Notice"), substantially in the form annexed ~~to the Motion~~ hereto as **Exhibit ~~D~~C**, is approved and shall be deemed adequate and sufficient notice of the Bar Dates if served by first-class mail on the following parties as soon as practicable after the entry of the Bar Date Order and the filing of the Schedules and Statements:

(a) the U.S. Trustee;

[4] Any equity security holder claiming damages or asserting causes of action based upon or arising from stock ownership would be required to file a proof of claim by the General Bar Date.

(b) persons or entities that have requested notice of the proceedings in these chapter 11 cases;

(c) persons or entities that have filed proofs of claim;

(d) known holders of claims listed on the Schedules at the addresses stated therein;

(e) parties known to the Debtors as having potential claims against the Debtors' estates but who are not listed on the Schedules;

(f) counterparties to the Debtors' executory contracts and unexpired leases;

(g) parties to litigation with the Debtors;

(h) the agents for the Debtors' prepetition and postpetition secured lenders and their counsel;

(i) the holders of Prepetition Subordinated Unsecured Notes and their counsel;

(j) parties known to the Debtors as holding outstanding obligations under the Prepetition Credit Agreement;

(k) state attorneys general and state departments of revenue for states in which the Debtors conduct business;

(l) the Internal Revenue Service at the address it has requested for bankruptcy notifications;

(m) the Department of Health and Human Services;

(n) relevant state and local environmental agencies;

(o) the United States Attorney for the District of Delaware and the Department of Justice in Washington, D.C.;

(p) state and local governmental units applicable to the Debtors' businesses, to the extent not listed in the foregoing clauses; and

(q) parties on the Debtors' creditor matrix.

14. With regard to those holders of claims listed on the Schedules, the Debtors shall mail (a) a Bar Date Notice and (b) one or more Proof of Claim Forms and/or Administrative Expense Request Forms, as applicable, which notice is hereby approved and shall be deemed good, adequate, and sufficient notice of the Bar Dates.

15. With respect to addresses from which Commencement Notice was returned as undeliverable by the United States Postal Service, the Debtors are excused from distributing a Bar Date Package to those entities listed at such addresses if the Debtors are unable to obtain accurate addresses for such entities after having exercised good faith efforts to obtain more current addresses, and failure to attempt to deliver Bar Date Packages to such entities will not constitute inadequate notice of the Bar Dates, or a violation of Bankruptcy Rule 2002(a)(7).

16. Pursuant to Bankruptcy Rule 2002(l), the Debtors shall publish notice of the Bar Date in substantially the form annexed ~~to the Motion~~ hereto as **Exhibit ~~E~~ D** in the national edition of either the Wall Street Journal or the New York Times not later than twenty-one (21) days prior to the General Bar Date.

17. In the event that: (a) Bar Date Notice Packages are returned by the post office with forwarding addresses, necessitating a remailing to the new addresses, (b) certain parties acting on behalf of parties in interest (e.g., banks and brokers with respect to equity security holders) decline to pass along Bar Date Notice Packages to such parties and instead return their names and addresses to the Debtors for direct mailing, and (c) additional potential claimants become known to the Debtors (collectively, the "Special Bar Date Parties"), the Debtors shall, to the extent they become aware of such Special Bar Date Parties prior to the applicable Bar Dates, make supplemental mailings of the Bar Date Notice Package up to twenty-three (23) days in advance of the applicable Bar Dates, with any such supplemental mailings being deemed timely.

18. The Debtors are authorized to establish special bar dates with respect to the Special Bar Date Parties as to which a mailing or remailing of the Bar Date Notice Package is necessary and cannot be accomplished prior to twenty-three (23) days in advance of an

applicable Bar Date. With respect to the Special Bar Date Parties, the Debtors are authorized to establish special bar dates at least twenty-one (21) days after the date on which the Debtors mail the notice of each such special bar date. Such notice will substantially take the form of the Bar Date Notice (with necessary modifications to reflect the special bar date provisions). The Debtors shall advise the Court of the establishment of each special bar date by filing a notice, together with a list that specifically identifies the Special Bar Date Parties that are subject thereto and a copy of the bar date notice applicable to the special bar date. In addition to being filed with the Court, the Debtors shall serve such notice upon the U.S. Trustee. The Debtors shall file a certificate of service to evidence the mailing of each special bar date notice to the parties subject thereto.

19. Each of the special bar dates will apply only to the Special Bar Date Parties who are specifically identified as being subject thereto in the lists to be filed with the Court. As to any of such specifically identified parties, however, who may be found to have received effective notice of the Bar Dates, the Debtors do not waive the right to assert that the Bar Dates, rather than the special bar date, governs. The Bar Dates will remain effective and fully enforceable both with respect to known parties who have received actual notice thereof pursuant to the Bar Date Notice and with respect to unknown parties who are deemed to have received constructive notice thereof pursuant to the Publication Notice.

20. The Debtors and BMC are authorized and empowered to take such steps, pay such sums, and perform such acts as may be necessary to implement and effectuate the terms of this Order.

21. Entry of this Order is without prejudice to the right of the Debtors to seek a further order of this Court fixing a date by which holders of the Excluded Claims established herein and in the Motion must file proofs of such claims or interests or be barred from doing so.

22. The Debtors shall retain and hereby reserve the right to: (a) dispute, or assert offsets or defenses, against any Prepetition Claim or Administrative Expense Claims; (b) subsequently designate any Prepetition Claim as disputed, contingent or unliquidated; and (c) object to any Prepetition Claim, whether scheduled or filed, and any 503(b)(9) Claim, on any grounds.

23. Nothing in this Order shall be deemed to amend, supersede, or modify paragraph 27 of the *Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (1) Approving Postpetition Financing, (2) Authorizing Use of Cash Collateral, (3) Granting Liens and Providing Superpriority Administrative Expense Status, (4) Granting Adequate Protection, (5) Modifying Automatic Stay; and (6) Scheduling a Final Hearing.*

24. The provisions of this Order apply to all claims of whatever character against the Debtors or their property, whether secured or unsecured, liquidated or unliquidated, fixed or contingent.

25. This Court shall retain jurisdiction with respect to all matters arising from or relating to this Order.

Dated: Wilmington, Delaware
December ___, 2013

THE HONORABLE PETER J. WALSH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT ~~B~~A

Proof of Claim Form

EXHIBIT ~~C~~B

Administrative Expense Request Form

EXHIBIT ~~D~~C

Bar Date Notice

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
	:	
Laboratory Partners, Inc., *et al.*,[1]	:	Case No. 13-12769 (PJW)
	:	
Debtors.	:	(Jointly Administered)
	:	

NOTICE OF DEADLINE REQUIRING FILING OF PROOFS OF CLAIM OR ADMINISTRATIVE EXPENSE REQUESTS OF CREDITORS (OTHER THAN GOVERNMENTAL UNITS), AS APPLICABLE, ON OR BEFORE [_____], AND DEADLINE REQUIRING FILING OF PROOFS OF CLAIM OF GOVERNMENTAL UNITS ON OR BEFORE APRIL 23, 2014

TO ALL POTENTIAL CREDITORS OF THE DEBTORS AND DEBTORS IN POSSESSION LISTED BELOW:

PLEASE TAKE NOTICE THAT:

On October 25, 2013 (the "Petition Date"), the above-captioned debtors and debtors in possession (collectively, the "Debtors") each filed a voluntary petition with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The following table lists each Debtor, the state of organization, tax identification number, and respective case number:

Debtor	Tax ID	Case No.
Laboratory Partners, Inc. (DE)	20-1723376	13-12769
Kilbourne Medical Laboratories, Inc. (DE)	31-0829849	13-12771
MedLab Ohio, Inc. (DE)	26-1099072	13-12772
Suburban Medical Laboratory, Inc. (DE)	34-1170859	13-12773
Biological Technology Laboratory, Inc.	43-1124370	13-12774
Terre Haute Medical Laboratory, Inc.	35-1331809	13-12775

[1] The Debtors and the last four digits of their taxpayer identification numbers are as follows: Laboratory Partners, Inc. (3376), Kilbourne Medical Laboratories, Inc. (9849), MedLab Ohio, Inc. (9072), Suburban Medical Laboratory, Inc. (0859), Biological Technology Laboratory, Inc. (4370), Terre Haute Medical Laboratory, Inc. (1809), and Pathology Associates of Terre Haute, Inc. (6485). Certain of the Debtors do business as MEDLAB. The Debtors' mailing address for notice in these cases is: 671 Ohio Pike, Suite K, Cincinnati, OH 45245.

Debtor	Tax ID	Case No.
Pathology Associates of Terre Haute, Inc.	35-1786485	13-12776

By Order of the Bankruptcy Court entered on _____, 2013 (the "Bar Date Order") 4:00 p.m. (CT) on [_____] (the "General Bar Date") is the last date for each person or non-governmental entity (including, without limitation, individuals, partnerships, corporations, joint ventures, estates, trusts and any party wishing to assert a claim arising from the rejection, or anticipated rejection, of an executory contract or unexpired lease) to file a proof of claim against any of the Debtors listed above.

The Bar Date Order establishes 4:00 p.m. (CT) on April 23, 2014 (the "Governmental Unit Bar Date") as the last date for a "governmental unit" (as defined in section 101(27) of the Bankruptcy Code) to file a proof of claim against any of the Debtors listed above.

By the Bar Date Order, 4:00 p.m. (CT) on [_____] (the "Administrative Claim Bar Date," and, together with the General Bar Date and the Governmental Unit Bar Date, the "Bar Dates") is the last date for each person or non-governmental entity (including, without limitation, individuals, partnerships, corporations, joint ventures and trusts) to assert an administrative expense claim, allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code, against the Debtors which arose from the Petition Date through and including [_____, 2013] (the "Postpetition Period"), or which may be entitled to administrative expense priority under section 503(b)(9) of the Bankruptcy Code ("503(b)(9) Claims") by submitting an administrative expense request to BMC Group, Inc. ("BMC").

The Bar Dates and the procedures set forth below for filing proofs of claim and administrative expense requests apply to all potential claims against the Debtors which arose prior to the Petition Date (the "Prepetition Claims"), all 503(b)(9) Claims, and all potential administrative expense claims against the Debtors which arose from the Petition Date through the Postpetition Period (the "~~Postpetition~~ Administrative Expense Claims"), except for those claims listed in Section 4 below, which are specifically excluded from the Bar Date filing requirement.

1. WHO MUST FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST

You MUST file a proof of claim to share in distributions from the Debtors' bankruptcy estates if you have a claim against any of the Debtors that arose prior to the Petition Date, and you MUST file an administrative expense request if you have ~~a Postpetition~~ an Administrative Expense Claim against any of the Debtors that arose after the Petition Date through and including [_____, 2013], or if you have a 503(b)(9) Claim, if such claim is not one of the types of claims described in Section 5 below. **Prepetition Claims, 503(b)(9) Claims, and ~~Postpetition Claims based on acts or omissions of the Debtors~~ Administrative Expense Claims, including claims based on setoff rights, must be filed on or prior to the applicable Bar Date, even if such claims are not now fixed, liquidated, or certain, or did not mature or become fixed, liquidated, or certain. If any portion of the claim you assert is a contingent and/or unliquidated claim, you shall set forth a good faith estimate of the maximum amount of**

such contingent and/or unliquidated claim ~~which will serve as a cap on the amount of such claim to the extent the claim is allowed~~.

Under section 101(5) of the Bankruptcy Code and as used in this Notice, the word "claim" means (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured, or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

2. WHAT TO FILE

The Debtors are enclosing a proof of claim form (the "Proof of Claim Form") for use ~~if~~. If your Prepetition Claim is scheduled by the Debtors~~;~~, the form also sets forth the amount and type of your claim as scheduled by the Debtors, the specific Debtor against which the claim is scheduled, and whether the claim is scheduled as disputed, contingent, or unliquidated. You may receive a different Proof of Claim Form for each claim scheduled in your name by the Debtors. You may utilize the Proof of Claim Form(s) provided by the Debtors to file your proof of claim. If you disagree with any of the information set forth on the proof of claim, including, without limitation, the amount or type of the claim set forth therein, or that such claim is scheduled as contingent, disputed, or unliquidated, you are required to file a proof of claim identifying each Debtor against which you are asserting a claim and the amount and type of such claim.

The Debtors are also enclosing an administrative expense request form (the "Administrative Expense Request Form") for use if you assert ~~a Postpetition~~ an Administrative Expense Claim or a 503(b)(9) Claim. You may utilize the Administrative Expense Request Form to file your administrative expense request.

All proofs of claim and administrative expense requests must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed proof of claim or administrative expense request any documents on which the claim is based (if voluminous, a summary thereof must also be attached) or an explanation as to why the documents are not available.

Any holder of a claim against more than one Debtor must file a separate proof of claim or administrative expense request, as applicable, with respect to each such Debtor, and all holders of claims must identify on their proof of claim or administrative expense request the specific Debtor against which their claim is asserted and the case number of that Debtor's bankruptcy case. A list of the names of the Debtors and their case numbers is set forth above.

3. WHEN AND WHERE TO FILE

Except as provided for herein:

- all proofs of claim and administrative expense requests must be filed **so as to be received on or before 4:00 p.m. (CT) on [_____]**; and

- governmental units must file proofs of claim **so as to be received on or before 4:00 p.m. (CT) on April 23, 2014**

at the following address (the "Claims Processing Center"):

If by regular mail:

BMC Group, Inc.
P.O. Box 3020
Chanhassen, MN 55317-3020
(Attn: Laboratory Partners Claims Processing)

If by messenger or overnight delivery:

BMC Group, Inc.
18675 Lake Drive East
Chanhassen, MN 55317
(Attn: Laboratory Partners Claims Processing)

Proofs of claim and administrative expense requests will be deemed filed only when received by the Claims Processing Center on or before the applicable deadline. Proofs of claim and administrative expense requests may not be delivered by facsimile, telecopy, or electronic mail transmission.

4. PROCEDURES FOR HOLDERS OF POTENTIAL 503(b)(9) CLAIMS.

The Court has established the following procedures for holders of potential 503(b)(9) Claims:

(a) 503(b)(9) claimants may use the proof of claim form tailored to these cases, to indicate that a 503(b)(9) Claim is being asserted. As set forth in the claim form, each 503(b)(9) Claim against the Debtors must include, with specificity: (i) the amount of the 503(b)(9) Claim; (ii) the particular Debtor against which the 503(b)(9) Claim is asserted; (iii) the date of delivery of the goods the 503(b)(9) claimant contends the Debtor received within 20 days before the applicable Petition Date; (iv) documentation, including invoices, receipts, bills of lading and the like, identifying the particular goods for which the claim is being asserted; (v) an identification of which goods (if any) were subject to a demand for reclamation asserted under section 546 of the Bankruptcy Code; and (vi) a certification that the goods with respect to which the 503(b)(9) Claim is being filed were sold in the ordinary course of the Debtor's business;

(b) All of the required information set forth in subparagraph (a) above should be sent to BMC, substantially in the form of the claim form so as to be received on or before the Administrative Claim Bar Date by either mail or delivery by hand, courier, or overnight service at the appropriate address identified below for BMC;

(c) 503(b)(9) Claimants shall not file a motion to compel ~~allowance or~~ payment of administrative expenses for their 503(b)(9) Claims. To the extent any 503(b)(9) Claims are allowed and are entitled to administrative

priority pursuant to the Bankruptcy Code, the claim shall be paid ~~pursuant to and~~ (i) as set forth in ~~such~~ a plan of reorganization or liquidation as shall be confirmed by the Court, (ii) as otherwise agreed to by the Debtors and the 503b9 Claimant(s) or pursuant to an order of the Court;

(d) Nothing in these 503(b)(9) Claims Procedures shall preclude any 503(b)(9) claimant from filing a motion seeking, after notice and a hearing, payment of 503(b)(9) Claims earlier than provided for herein so long as such motion is predicated on events that have taken place in these cases subsequent to the entry of this Order, and the movant asserts that in light of such subsequent events the earlier payment of the movant's 503(b)(9) Claims is necessary to ensure fair and equitable treatment of such 503(b)(9) claimants or is otherwise appropriate under the circumstances; and

(e) Nothing in these 503(b)(9) Claims Procedures shall affect the rights and remedies and/or defenses of the Debtors, claimants or any other party-in-interest with regard to avoidance of any claim or obligation.

5. WHO NEED NOT FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST

The following Prepetition Claims, 503(b)(9) Claims and Administrative Expense Claims are exempted from their applicable Bar Dates, as applicable:

(a) any claim with respect to which an entity has already properly filed a proof of claim or an administrative expense request, as applicable, against one or more of the Debtors with either BMC or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;

(b) any claim with respect to which an entity has already properly filed a motion requesting allowance of an Administrative Expense Claim pursuant to section 503(b);

(c) any claim held by an entity that is: (i) listed in the Schedules or any amendments thereto; and (ii) not described therein as "disputed," "contingent," or "unliquidated"; and (iii) with respect to which such entity does not dispute the amount or classification of its claim as set forth in the Schedules;

(d) any claim or administrative expense request, as applicable, asserted by a Debtor against another Debtor;

(e) any claim or administrative expense request, as applicable, asserted against the Debtors, that has been allowed by an order of the Court entered on or before the applicable Bar Date;

(f) any claim or administrative expense, as applicable, that has been paid;

(g) any administrative expense request held by professionals retained by the Debtors or the Committee pursuant to orders of this Court, including BMC, that assert Administrative Expense Claims for payment of fees and expenses subject to the Court's approval pursuant to sections 330, 331(a), and 503(b) of the Bankruptcy Code;

(h) any claim or administrative expense of the DIP Agent, the DIP Lender, Prepetition Agent or the Prepetition Lenders on account of the DIP Claims or the Prepetition Obligations;[2]

(i) any Administrative Expense Claim arising, in the ordinary course of business, out of the employment by one or more Debtors of an individual from and after the Petition Date, but only to the extent that such Administrative Expense Claim is for outstanding wages, accrued benefits, or reimbursement of business expenses; and/or

(j) ~~(a)~~any current or former equity security holder that seeks to assert only stock ownership interests also need not file a Prepetition Claim, 503(b)(9) Claim and Administrative Expense Claim.[3]

This notice is being sent to persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against a Debtor. The fact that you have received this notice does not necessarily mean that you have a claim against a Debtor.

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST BY THE APPLICABLE BAR DATE

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS SET FORTH ABOVE AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST, AS APPLICABLE, IN THE APPROPRIATE FORM WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS AND THEIR CHAPTER 11 ESTATES, AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES OR VOTING ON ANY CHAPTER 11

---

2 Capitalized terms used in this subparagraph (h) shall have the meanings given to them in the *Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (1) Approving Postpetition Financing, (2) Authorizing Use of Cash Collateral, (3) Granting Liens and Providing Superpriority Administrative Expense Status, (4) Granting Adequate Protection, (5) Modifying Automatic Stay; and (6) Scheduling a Final Hearing.*

3 Any equity security holder claiming damages or asserting causes of action based upon or arising from stock ownership would be required to file a proof of claim by the General Bar Date.

PLAN PROPOSED IN THE DEBTORS' CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM.

6. THE DEBTORS' SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules. **The Schedules do NOT identify holders of 503(b)(9) Claims as such, though they may identify such persons as holders of Prepetition Claims**. **The Schedules also do NOT identify holders of ~~Postpetition~~ Administrative Expense Claims.**

To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed Proof of Claim Form regarding the amount, type (i.e., secured, priority unsecured, or non-priority unsecured), and nature (i.e., contingent, disputed, or unliquidated) of your claim. If the Debtors believe that you hold claims against more than one Debtor, you will receive multiple Proof of Claim Forms, each of which will reflect the amount, type, and nature of your claim against such applicable Debtor, as listed in the Schedules.

If you rely on the Schedules, it is your responsibility to determine that the claim is accurately listed. If you agree with the amount and type of your claim as listed in the Schedules, and if you do not dispute that your claim is only against the Debtor specified by the Debtors, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of claim. Otherwise, if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules, the Bar Date Order, and additional Proof of Claim Forms and Administrative Expense Request Forms may be viewed at www.bmcgroup.com/laboratorypartners. Copies of the Schedules and Bar Date Order are also available on the Bankruptcy Court's internet website at http://www.deb.uscourts.gov. A login and password to the Bankruptcy Court's Public Access to Electronic Court Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at http://www.pacer.psc.uscourts.gov. Copies of the Schedules and Bar Date Order may also be examined between the hours of 8:00 a.m. and 4:00 p.m. (CT) Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. Copies of the Schedules, the Bar Date Order, and additional proof of claim forms and administrative expense request forms may also be obtained by written request to BMC at the addresses contained herein or by calling (888) 909-0100.

Please note that BMC's staff is not permitted to give legal advice. A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered by this notice, such as whether the holder should file a proof of claim.

Dated: Wilmington, Delaware
_____ ___, 2013

BY ORDER OF THE COURT

EXHIBIT ~~E~~D

Publication Notice

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
	:	
Laboratory Partners, Inc., *et al.*,[1]	:	Case No. 13-12769 (PJW)
	:	
Debtors.	:	(Jointly Administered)
	:	

NOTICE OF DEADLINE REQUIRING FILING OF PROOFS OF CLAIM OR ADMINISTRATIVE EXPENSE REQUESTS OF CREDITORS (OTHER THAN GOVERNMENTAL UNITS), AS APPLICABLE, ON OR BEFORE [_____], AND DEADLINE REQUIRING FILING OF PROOFS OF CLAIM OF GOVERNMENTAL UNITS ON OR BEFORE APRIL 23, 2014

TO ALL POTENTIAL CREDITORS OF THE DEBTORS AND DEBTORS IN POSSESSION LISTED BELOW:

PLEASE TAKE NOTICE that, on October 25, 2013 (the "Petition Date"), the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors") each filed a voluntary petition with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The following table lists each Debtor, the state of organization, tax identification number, and respective case number:

Debtor	Tax ID	Case No.
Laboratory Partners, Inc. (DE)	20-1723376	13-12769
Kilbourne Medical Laboratories, Inc. (DE)	31-0829849	13-12771
MedLab Ohio, Inc. (DE)	26-1099072	13-12772
Suburban Medical Laboratory, Inc. (DE)	34-1170859	13-12773
Biological Technology Laboratory, Inc.	43-1124370	13-12774
Terre Haute Medical Laboratory, Inc.	35-1331809	13-12775

[1] The Debtors and the last four digits of their taxpayer identification numbers are as follows: Laboratory Partners, Inc. (3376), Kilbourne Medical Laboratories, Inc. (9849), MedLab Ohio, Inc. (9072), Suburban Medical Laboratory, Inc. (0859), Biological Technology Laboratory, Inc. (4370), Terre Haute Medical Laboratory, Inc. (1809), and Pathology Associates of Terre Haute, Inc. (6485). Certain of the Debtors do business as MEDLAB. The Debtors' mailing address for notice in these cases is: 671 Ohio Pike, Suite K, Cincinnati, OH 45245.

Debtor	Tax ID	Case No.
Pathology Associates of Terre Haute, Inc.	35-1786485	13-12776

PLEASE TAKE FURTHER NOTICE that, pursuant to an order of the Bankruptcy Court (the "Bar Date Order"), dated [_____], and in accordance with Rule 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), all potential creditors of the Debtors (with limited exceptions set forth in the Bar Date Order) are required to file a completed and executed proof of claim form (conforming substantially to Official Bankruptcy Form No. 10) on account of any "claim" (as defined in 11 U.S.C. § 101(5)) against any of the Debtors which arose prior to the Petition Date, including claims arising from the rejection, or anticipated rejection, of an executory contract or unexpired lease or rights of setoff ("Prepetition Claims") on or before 4:00 p.m. (CT) on [_____] (the "General Bar Date"), or on or before 4:00 p.m. (CT) on April 23, 2014 for holders of claims that are "governmental units" (as defined in section 101(27) of the Bankruptcy Code) (the "Governmental Unit Bar Date"). All entities holding or asserting administrative expense claims ("Administrative Expense Claims"), allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code, against the Debtors which arose from the Petition Date through and including [_____, 2013] (the "Postpetition Period"), or which may be entitled to administrative expense priority under section 503(b)(9) of the Bankruptcy Code ("503(b)(9) Claims") are required to file a completed and executed administrative expense request on or before 4:00 p.m. (CT) on [_____] (the "Administrative Claim Bar Date", and together with the General Bar Date and Governmental Unit Bar Date, the "Bar Dates")).

PLEASE TAKE FURTHER NOTICE that notwithstanding the foregoing, at this time, the following Prepetition Claims, 503(b)(9) Claims and Administrative Expense Claims are exempted from their applicable Bar Dates, as applicable:

(a) any claim with respect to which an entity has already properly filed a proof of claim or an administrative expense request, as applicable, against one or more of the Debtors with either BMC or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;

(b) any claim with respect to which an entity has already properly filed a motion requesting allowance of an Administrative Expense Claim pursuant to section 503(b);

(c) any claim held by an entity that is: (i) listed in the Schedules or any amendments thereto; and (ii) not described therein as "disputed," "contingent," or "unliquidated"; and (iii) with respect to which such entity does not dispute the amount or classification of its claim as set forth in the Schedules;

(d) any claim or administrative expense request, as applicable, asserted by a Debtor against another Debtor;

(e) any claim or administrative expense request, as applicable, asserted against the Debtors, that has been allowed by an order of the Court entered on or before the applicable Bar Date;

(f) any claim or administrative expense, as applicable, that has been paid;

(g) any administrative expense request held by professionals retained by the Debtors or the Committee pursuant to orders of this Court, including BMC, that assert Administrative Expense Claims for payment of fees and expenses subject to the Court's approval pursuant to sections 330, 331(a), and 503(b) of the Bankruptcy Code;

(a) any claim or administrative expense of the DIP Agent, the DIP Lender, Prepetition Agent or the Prepetition Lenders on account of the DIP Claims or the Prepetition Obligations;[2]

(b) any Administrative Expense Claim arising, in the ordinary course of business, out of the employment by one or more Debtors of an individual from and after the Petition Date, but only to the extent that such Administrative Expense Claim is for outstanding wages, accrued benefits, or reimbursement of business expenses; and/or

(c) any current or former equity security holder that seeks to assert only stock ownership interests also need not file a Prepetition Claim, 503(b)(9) Claim and Administrative Expense Claim.[3]

PLEASE TAKE FURTHER NOTICE that each proof of claim or administrative expense request must specifically set forth the full name and proper chapter 11 case number of the Debtor. If you have a claim against more than one Debtor you MUST file a separate proof of claim and/or administrative expense request against each Debtor against which you assert a claim. You SHOULD NOT include claims against more than one Debtor on a single proof of claim or administrative expense request. If any portion of the claim you assert is a contingent and/or unliquidated claim, you shall set forth a good faith estimate of the maximum amount of such contingent and/or unliquidated claim ~~which will serve as a cap on the amount of such claim to the extent the claim is allowed~~.

---

2 Capitalized terms used in this subparagraph (h) shall have the meanings given to them in the *Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (1) Approving Postpetition Financing, (2) Authorizing Use of Cash Collateral, (3) Granting Liens and Providing Superpriority Administrative Expense Status, (4) Granting Adequate Protection, (5) Modifying Automatic Stay; and (6) Scheduling a Final Hearing.*

3 Any equity security holder claiming damages or asserting causes of action based upon or arising from stock ownership would be required to file a proof of claim by the General Bar Date.

PLEASE TAKE FURTHER NOTICE that all proofs of claim and administrative expense requests must be filed, either by mail, by hand, or in person (between 9:00 a.m. and 4:00 p.m. CT on business days), so as to be received on or before the applicable Bar Date at the following address (the "Claims Processing Center"):

If by regular mail:
BMC Group, Inc.
P.O. Box 3020
Chanhassen, MN 55317-3020
(Attn: Laboratory Partners Claims Processing)

If by messenger or overnight delivery:
BMC Group, Inc.
18675 Lake Drive East
Chanhassen, MN 55317
(Attn: Laboratory Partners Claims Processing)

PLEASE TAKE FURTHER NOTICE THAT IF ANY CREDITOR FAILS TO FILE A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST (INCLUDING WITH RESPECT TO 503(B)(9) CLAIMS) AS APPLICABLE, ON OR BEFORE 4:00 P.M. (CT) ON [_____] (OR APRIL 23, 2013, IN THE CASE OF GOVERNMENTAL UNITS) ON ACCOUNT OF ANY PREPETITION CLAIM, ADMINISTRATIVE EXPENSE CLAIM OR 503(B)(9) CLAIM, SUCH CREDITOR HOLDS OR WISHES TO ASSERT AGAINST ANY OF THE DEBTORS, THEN: (A) SUCH CREDITOR SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM (OR FILING A PROOF OF CLAIM OR ADMINISTRATIVE EXPENSE REQUEST, AS APPLICABLE, WITH RESPECT THERETO); (B) THE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM; AND (C) SUCH CREDITOR SHALL NOT BE PERMITTED TO PARTICIPATE IN ANY DISTRIBUTION IN THE DEBTORS' CASES, OR TO VOTE ON ANY CHAPTER 11 PLAN PROPOSED IN THE DEBTORS' CHAPTER 11 CASES, ON ACCOUNT OF SUCH CLAIM.

PLEASE TAKE FURTHER NOTICE that copies of the Schedules, Bar Date Order, and additional proof of claim forms and administrative expense request forms may be viewed at www.bmcgroup.com/laboratorypartners. Copies of the Schedules and Bar Date Order also are available for inspection on the Bankruptcy Court's internet website at http://www.deb.uscourts.gov. A login and password to the Bankruptcy Court's Public Access to Electronic Court Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at http://www.pacer.psc.uscourts.gov. Copies of the Schedules and Bar Date Order may also be examined between the hours of 8:00 a.m. and 4:00 p.m. (CT), Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. Copies of the Schedules, Bar Date Order, and additional proof of claim forms and administrative expense request forms may also be obtained by written request to BMC at the addresses above (at your cost) or by calling (888) 909-0100.

Please note that BMC's staff is not permitted to give legal advice. A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered by this notice, such as whether the holder should file a proof of claim.

Dated: Wilmington, Delaware
_____, 2013

BY ORDER OF THE COURT

Comparison Details	
Title	**pdfDocs compareDocs Comparison Results**
Date & Time	12/6/2013 1:19:34 PM
Comparison Time	2.77 seconds
compareDocs version	v3.4.9.16

Sources	
Original Document	[#7827169] [v1] Lab: Bar Date Order.docDMS Information
Modified Document	[#7827169] [v2] Lab: Bar Date Order.docDMS information

Comparison Statistics	
Insertions	16
Deletions	11
Changes	19
Moves	0
TOTAL CHANGES	46

Word Rendering Set Markup Options	
Name	Standard
Insertions	
~~Deletions~~	
Moves / Moves	
Inserted cells	
Deleted cells	
Merged cells	
Formatting	Color only.
Changed lines	Mark left border.
Comments color	ByAuthorcolor options]
Balloons	False

compareDocs Settings Used	Category	Option Selected
Open Comparison Report after Saving	General	Always
Report Type	Word	Formatting
Character Level	Word	False
Include Headers / Footers	Word	True
Include Footnotes / Endnotes	Word	True
Include List Numbers	Word	True
Include Tables	Word	True
Include Field Codes	Word	True
Include Moves	Word	True
Show Track Changes Toolbar	Word	True
Show Reviewing Pane	Word	True
Update Automatic Links at Open	Word	False
Summary Report	Word	End
Include Change Detail Report	Word	Separate
Document View	Word	Print
Remove Personal Information	Word	False